

GZJ KDV'883™



Special Agreement Hiring Policy

Protocol for "Restricted Hiring," "Do Not Cold Call," and "Sensitive" Companies

The following companies (and by association, their subsidiaries listed in Appendix A) have a special restriction as part of the "Restricted Hiring" list.

Parent Companies:

- Microsoft
- Novell
- Oracle
- Sun Microsystems

For each of these "Restricted Hiring" companies, Google has agreed to the following protocol:

1. Not to pursue manager level and above candidates for Product, Sales, or G&A roles – even if they have applied to Google;
2. However, there are no restrictions to our recruiting from these companies at individual contributor levels for PSG&A;
3. Additionally, there are no restrictions at any level for engineering candidates.

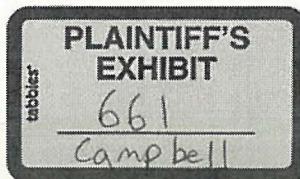
The following companies (and by association, their subsidiaries listed in Appendix A) have special agreements with Google and are part of the "Do Not Cold Call" list.

Parent Companies:

- Apple, Inc.
- Comcast Corporation
- DoubleClick
- Genentech
- IBM Corporation (Junior hires okay – also applies to subsidiaries)\
- Illumita
- Intel Corporation
- Intuit
- Microsoft
- Ogilvy
- WPP

For each of these "Do Not Cold Call" companies, Google has agreed to the following protocol:

4. Not to directly cold call into those companies (this also applies to their subsidiaries listed above);
5. But, we would accept internal or external references that indicated that an individual was "looking;"
6. And, of course, we will also accept direct solicitation from a candidate (this will most likely come into play when an individual's peer has recently joined us).



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Special Agreement Hiring Policy

Protocol for "Restricted Hiring," "Do Not Cold Call," and "Sensitive" Companies

Due to our partnerships, the following companies (and by association, their subsidiaries listed in Appendix B) fall under the "Sensitive" companies list:

Parent Companies:

- AOL, Inc.
- Ask.com
- Clear Channel Communications, Inc.
- Dell, Inc.
- Earthlink, Inc.
- Virgin Media, Inc. (Formerly NTL, Inc.)

For each of these "Sensitive" companies we agreed to the following protocol:

1. Executive Recruiting: Inform EMG of any Director level or above candidate who we have engaged and who is starting the interview process at Google
2. Executive Recruiting: If we go to offer with a Director or above candidate, Staffing should inform EMG and EMG will designate a senior exec to place a courtesy call into the Sensitive company to let them know we have made an offer;
 - a. And by exception, when EMG deems necessary, calling into a Sensitive company to indicate we will be making an offer.
3. General Recruiting: For any non-exec position, we should be aware the company is on the Sensitive Company list but there are no restrictions to our recruiting from these companies at junior levels.

Please be cautious when recruiting teams from any company to keep our candidates and potential employees safe from legal action. Most companies have non-solicit agreements which would limit or prohibit a candidate from asking a coworker to interview with us as well.

Recruiting from Staffing Agencies / Partners

As a general rule, we should not be recruiting staffing talent from any of our approved staffing partners. The lists on the following page outline these partners for both U.S. and International staffing.



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| U.S. Staffing Partners | Location | Specialty |
|---------------------------|---------------------------------|--|
| Accounting Network | Finance | |
| Accountants Plus | Finance | |
| Adecco | All U.S. | All |
| Career Group | Bay Area, New York, Los Angeles | G&A, Marketing |
| CDI Business Solutions | All U.S. | Eng, Ops |
| Core Staffing | New York | G&A |
| Duran HCP, Inc. | Bay Area | G&A (HR/Staffing), Eng, Ops |
| Globe Consultants | Bay Area | Eng, Ops |
| Hicks Consulting | All U.S. | All |
| Indosys | Bay Area | Eng, Ops, Sales, Marketing |
| IT Ascent | All U.S. | All |
| Kelly Services | All U.S. | All |
| Kforce | All U.S. | Eng, Ops, Finance |
| Mainz Brady Group | Bay Area, Portland | Eng, Ops, Product, Sales, SalesOps, Recruiting |
| Mindsource | Bay Area | Eng, Ops, Product |
| Modis IT | All U.S. | Eng, Ops |
| Nelson Staffing Solutions | Bay Area | G&A, Sales, Marketing |
| TechSource | Bay Area | Eng, Ops |

| International Staffing Partners | Location |
|--------------------------------------|-------------|
| Kelly Services | Australia |
| Tradicao (Kelly Partner) | Brazil |
| Kelly Services | France |
| Kelly Services | Germany |
| Kelly Services | Hungary |
| Kelly Services | Italy |
| Kelly Services | Netherlands |
| Kelly Services | Norway |
| Kelly Services | Russia |
| Kelly Services | Spain |
| Kelly Services | Sweden |
| Kelly Services | Switzerland |
| Intelligent Manpower (Kelly Partner) | Taiwan |
| Kelly Services | UK |



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Appendix A

| Company | Parent Company | Effective Date | Other Notes |
|-------------------------------|----------------|--------------------|-------------|
| American FundWare | Intuit | June 5, 2007 | |
| 24/7 Real Media, Inc. | WPP | September 14, 2007 | |
| Apple | N/A | March 6, 2005 | |
| aQuantive, Inc. | Microsoft | May 18, 2007 | |
| AZN Television | Comcast | March 6, 2005 | |
| Cambridge Technology | Novell | May 10, 2007 | |
| Carleton Corporation | Oracle | May 10, 2007 | |
| CBC | Comcast | March 6, 2005 | |
| Chill!Soft, Inc. | Sun | May 10, 2007 | |
| Claris | Apple | March 6, 2005 | |
| Clever Media | WPP | September 14, 2007 | |
| Comcast Corporation | N/A | March 6, 2005 | |
| Computer Software Group, Plc | IBM | March 26, 2007 | |
| Computing Resources, Inc. | Intuit | June 6, 2007 | |
| Daksh | IBM | March 26, 2007 | |
| Dascom | IBM | March 26, 2007 | |
| Delaware Planet, Inc. | Novell | May 10, 2007 | |
| Delphion Corporation | IBM | March 26, 2007 | |
| DesktopStandard | Microsoft | May 10, 2007 | |
| Digital Insight | Intuit | June 7, 2007 | |
| Digital Research, Inc. | Novell | May 10, 2007 | |
| DoubleClick | N/A | May 17, 2007 | |
| E! | Comcast | March 6, 2005 | |
| e-Travel, Inc. | Oracle | May 10, 2007 | |
| FileMaker | Apple | March 6, 2005 | |
| FirstPerson, Inc. | Sun | May 10, 2007 | |
| Frontbridge | Microsoft | May 10, 2007 | |
| FRx Software Corporation | Microsoft | May 10, 2007 | |
| G4 Media, Inc. | Comcast | March 6, 2005 | |
| Genentech | N/A | March 6, 2005 | |
| Global Spectrum | Comcast | March 6, 2005 | |
| Golf Channel, The | Comcast | March 6, 2005 | |
| Great Plains Software, Inc. | Microsoft | May 10, 2007 | |
| Green Acquisition Corporation | Genentech | March 6, 2005 | |



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| Green Merger Sub, Inc. | Genentech | March 6, 2005 | |
| Grey Global Group, Inc. | WPP | September 14, 2007 | |
| Groove Networks | Microsoft | May 10, 2007 | |
| H&B Finance, Inc. | Microsoft | May 10, 2007 | |
| Hill & Knowlton, Inc. | WPP | September 14, 2007 | |
| Hotrod Acquisition Corporation | Oracle | May 10, 2007 | |
| Hyperion Solutions | Oracle | May 10, 2007 | |
| IBM Corporation | N/A | March 26, 2007 | Junior hires okay |
| IBM Research Center—Haifa, Israel | IBM | March 6, 2007 | |
| Illulimita | N/A | January 7, 2008 | Until December 31, 2008 |
| Income Dynamics, Inc. | Intuit | June 5, 2007 | |
| Intel Corporation | N/A | March 6, 2005 | |
| Interactive Insurance Services | Intuit | June 5, 2007 | |
| Internet Security Systems, Inc. | IBM | March 26, 2007 | |
| Intuit | N/A | June 5, 2007 | |
| ISM Canada | IBM | March 26, 2007 | |
| iView Multimedia Ltd. | Microsoft | May 10, 2007 | |
| J. Walter Thompson Company, Inc. | WPP | September 14, 2007 | |
| Lotus Development Corporation | IBM | March 26, 2007 | |
| Management Reports, Inc. | Intuit | June 5, 2007 | |
| Mando Corporation Limited | WPP | September 14, 2007 | |
| Massive, Inc. | Microsoft | May 10, 2007 | |
| MDTVISION | IBM | March 26, 2007 | |
| Microsoft, Inc. | N/A | May 10, 2007 | |
| MRI Real Estate Solutions | Intuit | June 5, 2007 | |
| MRO, Inc. | IBM | March 26, 2007 | |
| MyCorporation Business Services, Inc. | Intuit | June 5, 2007 | |
| Mylex Corporation | IBM | March 26, 2007 | |
| NetSol (Network Solutions, India) | IBM | March 26, 2007 | |
| Network Computer, Inc. | Oracle | May 10, 2007 | |
| Novell | N/A | May 10, 2007 | |
| Object Technology International | IBM | March 26, 2007 | |
| Ogilvy | WPP | September 14, 2007 | |
| The Ogilvy Group Inc. | WPP | September 14, 2007 | |
| OnCall | WPP | September 14, 2007 | |
| Oracle | N/A | May 10, 2007 | |
| Parity Software | Intel | March 6, 2005 | |
| PeopleSoft | Oracle | May 10, 2007 | |



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| PlaceWare, Inc. | Microsoft | May 10, 2007 | |
| Portal Software, Inc. | Oracle | May 10, 2007 | |
| Potter Acquisition Corporation | Oracle | May 10, 2007 | |
| ProClarity | Microsoft | May 10, 2007 | |
| Proxima Informatica Srl | IBM | March 26, 2007 | |
| Quicken Investment Services, Inc. | Intuit | June 5, 2007 | |
| Quinn Gillespie & Associates | WPP | September 14, 2007 | |
| ScreenTonic SA | Microsoft | May 10, 2007 | |
| SeeBeyond Technology | Sun | May 10, 2007 | |
| Sequent Computer Systems | IBM | March 26, 2007 | |
| SerCon | IBM | March 26, 2007 | |
| Siebel Systems, Inc. | Oracle | May 10, 2007 | |
| SilverStream Software | Novell | May 10, 2007 | |
| Softek | IBM | March 26, 2007 | |
| Softricity, Inc. | Microsoft | May 10, 2007 | |
| SoftSolutions Technology | Novell | May 10, 2007 | |
| Sprout | Comcast | March 6, 2005 | |
| Star Acquisition Corporation | Oracle | May 10, 2007 | |
| Stellent, Inc. | Oracle | May 10, 2007 | |
| StorageTek | Sun | May 10, 2007 | |
| Style | Comcast | March 6, 2005 | |
| Sun Microsystems | N/A | May 10, 2007 | |
| Sun Microsystems Federal | Sun | May 10, 2007 | |
| SunExpress, Inc. | Sun | May 10, 2007 | |
| SunSoft | Sun | May 10, 2007 | |
| SuSE Linux, GmbH | Novell | May 10, 2007 | |
| Susquehanna Communications | Comcast | March 6, 2005 | |
| Sybari Software | Microsoft | May 10, 2007 | |
| Talentek, Inc. | IBM | March 26, 2007 | |
| Tally Systems Corporation | Novell | May 10, 2007 | |
| Tanox | Genentech | March 6, 2005 | |
| Technology Service Solutions | IBM | March 26, 2007 | |
| Tellme | Microsoft | May 10, 2007 | |
| Tivoli Systems | IBM | March 26, 2007 | |
| Transarc Corporation | IBM | March 26, 2007 | |
| TS Transaction, Inc. | WPP | September 14, 2007 | |



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| UNIX Systems Laboratories, Inc. | Novell | May 10, 2007 | |
| Vermeer Technologies | Microsoft | May 10, 2007 | |
| Versus | Comcast | March 6, 2005 | |
| Volera | Novell | May 10, 2007 | |
| Wavest Technologies | Sun | May 10, 2007 | |
| WebTV Networks, Inc. | Microsoft | May 10, 2007 | |
| Whale Communications | Microsoft | May 10, 2007 | |
| Whistle Communications, Inc. | IBM | March 26, 2007 | |
| Winternals | Microsoft | May 10, 2007 | |
| WordPerfect | Novell | May 10, 2007 | |
| WPP | N/A | September 14, 2007 | |
| Ximian | Novell | May 10, 2007 | |
| Young and Rubicam, Inc. | WPP | September 14, 2007 | |
| Zarlink Semiconductor | Intel | March 6, 2005 | |



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Appendix B

| Company | Parent Company | Other Notes |
|---------------------------------------|----------------|-------------|
| Advertising.com | AOL | |
| Alabama Radio Network | Clear Channel | |
| Alienware Corp., Inc. | Dell | |
| Aluria Software, LLC | EarthLink | |
| AOL, Inc. | N/A | |
| Ask.com | N/A | |
| Bloglines | Ask.com | |
| Bravo | Flextech | |
| Capstar | Clear Channel | |
| CCE Spinco, Inc. | Clear Channel | |
| Cidco, Inc. | EarthLink | |
| Clear Channel Communications, Inc. | N/A | |
| CompuServe Interactive Services, Inc. | AOL | |
| Dell, Inc. | N/A | |
| Digital City, Inc. | AOL | |
| Digital Marketing Services, Inc. | AOL | |
| Direct Hit / Teoma | Ask.com | |
| EarthLink, Inc. | N/A | |
| Eastern Group Telecoms | Virgin Media | |
| Eller Media Company | Clear Channel | |
| Excite | Ask.com | |
| Flextech Television | Virgin Media | |
| Florida's Radio Networks | Clear Channel | |
| Helio | Earthlink | |
| ICQ, Inc. | AOL | |
| ImagiNation Network, Inc. | AOL | |
| Instant Live, LLC | Clear Channel | |
| Interactive Search Holdings | Ask.com | |
| iWon.com | Ask.com | |
| Johnson-Grace | AOL | |
| LIVINGtv | Flextech | |



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| MapQuest | AOL | |
| Mindspring | EarthLink | |
| MyWay.com | Ask.com | |
| Netscape Communications | AOL | |
| New Edge Networks | EarthLink | |
| NSN Network Services | Clear Channel | |
| Nullsoft | AOL | |
| PeoplePC | EarthLink | |
| Premiere Radio Networks, Inc. | Clear Channel | |
| Premium TV Ventures, Ltd. | Virgin Media | |
| SFX Sports Group | Clear Channel | |
| Shoreline Amphitheater Partners | Clear Channel | |
| Tegic Communications | AOL | |
| Telewest Global, Inc. | Virgin Media | |
| Tennessee Radio Networks | Clear Channel | |
| Virgin Media, Inc. (NTL, Inc.) | N/A | Changed from NTL in 2007 |